

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA,

Plaintiff,

v.

**VISA U.S.A. INC.,
VISA INTERNATIONAL CORP., AND
MASTERCARD INTERNATIONAL
INCORPORATED,**

Defendants.

98 Civ. 7076 (BSJ)

NOTICE OF DEPOSITIONS

TO: ALL DEFENDANTS' COUNSEL

PLEASE TAKE NOTICE that plaintiff, the United States of America, will take the depositions upon oral examination of the following parties, commencing at 9 a.m. on the dates indicated (unless otherwise agreed), and continuing from day to day until completion, at locations to be mutually agreed upon with counsel for each deponent. The column entitled "# of Days" sets forth the Government's current best estimate of the number of days necessary to complete the deposition. This information is provided as a courtesy to defendants and is *not* intended to bind the Government with respect to the length of the deposition. The column entitled "Videotape" is intended to describe the Government's current intention as to whether that deposition will be videotaped. Should the Government's expectations with respect to the length of the deposition or its videotaping change, the Government shall so inform counsel.

NOTICE OF DEPOSITIONS

<i>Deponent</i>	<i>Party</i>	<i>Date</i>	<i># of Days</i>	<i>Videotape</i>
Jan Soderstrom	Visa International	9/13/99	1	No
Vince Boston	Visa International	9/14/99	1	No
John Wankmueller	MasterCard International	9/15/99	1	No
Dick Haggadorn	Visa USA	9/16/99	1	No
Una Somerville	Visa International	9/17/99	1	No
Pete Gustafson	Visa USA	9/20/99	2	No
Bennett Katz	Visa International	9/21/99	2	Yes
Paul Allen	Visa USA	9/23/99	2	No
Robert Selander	MasterCard International	9/27/99	1	Yes
Noah Hanft	MasterCard International	9/28/99	1	No
Tony Lewis	Visa USA	9/29/99	1	No
Charles Cawley	MasterCard International	9/30/99	1	No
William Sheedy	Visa USA	10/1/99	1	Yes
G. Patrick Phillips	Visa USA	10/4/99	1	No
Vic Dahir	Visa USA	10/5/99	1	No
Steve Herz	Visa International	10/6/99	1	No
Donald L. Boudreau	MasterCard International	10/7/99	1	No
Bill Moore	Visa USA	10/8/99	1	No
James Partridge	Visa International	10/12/99	1	No
Chris Thom	MasterCard International	10/13/99	1	No
Ron Zebeck	MasterCard International	10/14/99	1	No
Mary Johnsson	MasterCard International	10/15/99	1	No
Ron Schmidt	Visa USA	10/18/99	1	No
Bob Stock	Visa USA	10/19/99	1	No
Andrejz Lubowski	Visa USA	10/20/99	1	Yes

NOTICE OF DEPOSITIONS

<i>Deponent</i>	<i>Party</i>	<i>Date</i>	<i># of Days</i>	<i>Videotape</i>
Michael Beindorff	Visa USA	10/21/99	2	No
Derek Fry	Visa International	10/22/99	1	No
Daniel Eittington	Visa International	10/25/99	1	No
Wes Talman	Visa USA/International	10/26/99	2	No
Judith Caputo	MasterCard International	10/28/99	1	No
Carl Pascarella	Visa USA	10/29/99	1	Yes
Robert Norton	MasterCard International	11/1/99	1	No
Francine Schall	Visa USA	11/2/99	2	Yes
William Boardman	Visa International	11/4/99	1	No
Malcolm Williamson	Visa International	11/5/99	1	No
Ed Hogan	MasterCard International	11/8/99	1	No
Alan Heuer	MasterCard International	11/9/99	1	No

In addition to the specific individuals listed above, the Government also will take the deposition upon oral examination, pursuant to Fed. R. Civ. P. 30(b)(6), of the person(s) at (i) Visa International and (ii) MasterCard knowledgeable with respect to the effects on competition between and among Visa, MasterCard, and American Express as a result of the actual or expected issuance of American Express cards by member banks of Visa and/or MasterCard to consumers in the following locations: (a) Puerto Rico, (b) United Kingdom, (c) Israel, (d) France, (e) Portugal, (f) Turkey, and (g) Canada. The Government requests that these 30(b)(6) depositions take place on September 22, 1999 for the Visa witness(es) and September 25, 1999 for the MasterCard witness(es). The Government further requests that counsel identify for the Government, on or before August 1, 1999, the person(s) Visa International and MasterCard intend to put forth as their witnesses for these Rule 30(b)(6) depositions.

NOTICE OF DEPOSITIONS

You are invited to attend and participate in each of these depositions.

/s/

Melvin Schwarz (MS8604)
Special Counsel for Civil Enforcement
(202) 305-3652

Steven Semeraro (SS8817)
Scott Scheele (SS0496)
Jeffrey Steger (JS7416)
Trial Attorneys
U.S. Department of Justice
Antitrust Division
325 7th Street, N.W., Room 300
Washington, DC 20530
(202) 616-5935

Dated: Washington, D.C.
June 23, 1999

NOTICE OF DEPOSITIONS